

1  
2  
3  
4  
5  
6  
7  
The Honorable Lauren King

8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF WASHINGTON

PROTEGO HOLDINGS CORPORATION, a  
Washington Corporation,

Plaintiff,

v.

BLACKIE CAPITAL, INC., et al,

Defendants,

Case No. 2:25-cv-00535

PLAINTIFF'S RESPONSE TO  
COURT'S APRIL 1, 2025 ORDER TO  
SHOW CAUSE

I. RESPONSE

COMES NOW, Protego Holdings Corporation, Plaintiff herein, and responds to this Court's April 1, 2025 Order to Show Cause directing Plaintiff to provide the following information to maintain this Court's diversity jurisdiction. In light of the Court's concerns, Plaintiff has filed a First Amended Complaint ("FAC") curing the deficiencies identified by the Court.

In its Order, the Court requested additional information concerning the following:

1. The state of incorporation of Defendant Blackie Capital, Inc.;
2. The corporate form and state of incorporation of Defendant Egan-Jones Ratings Company;
3. The corporate form and state of incorporation of Defendant Blackie Capital Global Family Trust Company;

1

- 1       4. The principal place of business, state of incorporation, or both, of Defendant
- 2           Arthur W. Wood Company, Inc.;
- 3       5. The members and state of citizenship of the members of Defendant Akerman
- 4           LLP;
- 5       6. The members and state of citizenship of the members of Defendant Sherri R.
- 6           Scheffer, CPA, PLLC;
- 7       7. The citizenship of Defendant Nathan Barron;
- 8       8. The citizenship of Defendant Michael Mulhall;
- 9       9. The citizenship of Defendant Mark Urbina;
- 10      10. The citizenship of Defendant Yoseph Elkaim;
- 11      11. The citizenship of Defendant Sherri Scheffer;
- 12      12. The citizenship of Defendant Michael Barron;
- 13      13. The citizenship of Defendant Theresa Barron;

14       Plaintiff addresses each of the Court's directives below. None of the Defendants are  
 15 citizens of the State of Washington and complete diversity jurisdiction exists. These allegations  
 16 are reflected in Plaintiff's FAC.

17       **A. CORPORATE DEFENDANTS**

18       As the Court noted, a corporation is "a citizen of every State and foreign state by which it  
 19 has been incorporated and of the State or foreign state where it has its principal place of  
 20 business[.]" 28 U.S.C. § 1332(c)(1). As outlined below, the FAC sufficiently alleges the  
 21 corporate form, state of incorporation, and principal place of business of all corporate  
 22 Defendants.

23       **1. DEFENDANT BLACKIE CAPITAL, INC.**

24       The FAC alleges "Blackie Capital Inc. is a corporation incorporated in the State of Texas,  
 25 with its principal place of business located in Frisco, Texas." FAC ¶ 10.

## 2. DEFENDANT EGAN-JONES RATINGS COMPANY

The FAC alleges “Defendant Egan-Jones Ratings Company is a corporation incorporated in the State of Delaware, with its principal place of business in Haverford, Pennsylvania.” FAC ¶ 22.

### 3. DEFENDANT BLACKIE CAPITAL GLOBAL FAMILY TRUST COMPANY

The FAC alleges “Defendant Blackie Capital Global Family Trust AG, is a corporation organized under the laws of Switzerland with its principal place of business in the State of Maryland.” FAC ¶ 16.

#### 4. DEFENDANT ARTHUR W. WOOD COMPANY, INC.

The FAC alleges “Arthur W. Wood Company, Inc. is a corporation incorporated in the State of Massachusetts with its principal place of business in Boston, Massachusetts[.]” FAC ¶ 22.

## **B. LIMITED LIABILITY DEFENDANTS**

Limited liability companies and partnerships are “citizen[s] of every state of which [their] owners/members are citizens.” *Johnson v. Columbia Props. Anchorage, LP*, 437 F.3d 894, 899 (9th Cir. 2006); *see also* LCR 8(a). The FAC sufficiently alleges the citizenship of each Limited Liability Defendants at this stage.

## 1. DEFENDANT AKERMAN LLP

The FAC alleges “Defendant Akerman LLP is a limited liability partnership organized under the laws of the State of Florida, with its principal place of business in Miami, Florida. Plaintiff is informed and believes, and thereon alleges, that none of Akerman LLP’s individual partners or members are citizens of the State of Washington. Akerman LLP’s publicly filed registration with the State of Florida does not identify its members or partners.[] Akerman LLP maintains no offices in the State of Washington and none of its partners identified in publicly available sources are based in Washington. More specific information regarding the citizenship of Akerman LLP’s partners is not reasonably ascertainable to Plaintiffs at this time and is within the knowledge and control of the defendants.” FAC ¶ 18 (internal cites omitted).

1 These allegations are sufficient at the pleading stage where information regarding the  
 2 citizenship of Akerman LLP's members is not "reasonably available" to Plaintiff and "within  
 3 [Akerman's] control[.]" *Carolina Cas. Ins. Co. v. Team Equipment, Inc.*, 741 F.3d 1082, 1087-  
 4 88 (9th Cir. 2014) (finding allegations on information and belief that LLC members were  
 5 "citizens of neither Iowa or Florida" sufficient to allege jurisdiction where information regarding  
 6 citizenship was not "reasonably available" to plaintiffs).

7 **2. DEFENDANT SHERRI R. SCHEFFER, CPA, PLLC**

8 The FAC alleges "Defendant Sherri R. Scheffer, CPA, PLLC, is a professional limited  
 9 liability company organized under the laws of the State of Texas with its principal place of  
 10 business in Houston, Texas. Defendant Sherri Scheffer, CPA, PLLC has one member, Sherri  
 11 Scheffer, who is a citizen of the State of Texas." FAC ¶ 20.

12 **C. INDIVIDUAL DEFENDANTS**

13 A "natural person's state citizenship is . . . determined by her state of domicile, not her  
 14 state of residence." *Kanter v. Waner-Lambert Co.*, 265 F.3d 853, 857 (9th Cir. 2001). The FAC  
 15 sufficiently alleges the citizenship of all Individual Defendants.

16 **1. DEFENDANT NATHAN BARRON**

17 The FAC alleges "Defendant Nathan Barron is an individual who is a citizen of the State  
 18 of South Carolina." FAC ¶ 11.

19 **2. DEFENDANT MICHAEL MULHALL**

20 The FAC alleges "Defendant Michael Mulhall is an individual who is a citizen of the State of  
 21 Virginia." FAC ¶ 12.

22 **3. DEFENDANT MARK URBINA**

23 The FAC alleges "Defendant Mark Urbina is an individual who is a citizen of the State of  
 24 Florida." FAC ¶ 13.

25 **4. DEFENDANT YOSEPH ELKAIM**

26 The FAC alleges "Defendant Yoseph Elkaim is an individual who is a citizen of the State of  
 27 Texas." FAC ¶ 17.

## 5. DEFENDANT SHERRI SCHEFFER

The FAC alleges “Defendant Sherri Scheffer is an individual and a citizen of the State of Texas.” FAC ¶ 19.

## 6. DEFENDANT MICHAEL BARRON

The FAC alleges “Defendant Michael Barron is an individual who is a citizen of the State of South Carolina[.]” FAC ¶ 14.

## 7. DEFENDANT THERESA BARRON

The FAC alleges “Defendant Theresa Barron is an individual who is a citizen of the State of South Carolina[.]” FAC ¶ 15.

## II. CONCLUSION

As outlined above, the FAC sufficiently alleges diversity jurisdiction.

DATED: April 9, 2025

Respectfully submitted,

/s/

Ari Y. Brown, WSBA #29570  
Law Offices of Ari Brown, PLLC  
3909 47th Avenue South  
Seattle, WA 98118  
(206) 412-9320  
[abrownesq@gmail.com](mailto:abrownesq@gmail.com)

## MCCUNE LAW GROUP

Richard D. McCune, Esq. (132124)

Pro Hac Pending

Email: [rdm@mccunelawgroup.com](mailto:rdm@mccunelawgroup.com)

Michele M. Verco

Pro Hac Pending

Email: [mmv@mccunelawgroup.com](mailto:mmv@mccunelawgroup.com)

Yasmin N. Young  
D. H. R. Burch

Pro Hac Pending

Email: [yhv@mccunelawgroup.com](mailto:yhv@mccunelawgroup.com)  
MCCUNE LAW GROUP

MCCUNE LAW  
18565 Jamboree Rd.

18505 Jamboree  
Irvine, CA 92617

118th, CA 92812  
P: 909 557 1258

1.989.557.1258 | McCuneWright.com

1 *Attorneys for Plaintiff*  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27